

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

YOUFIT HEALTH CLUBS, LLC, et al.,¹

Debtors.

Chapter 11

Case No. 20-12841 (MFW)

(Jointly Administered)

NOTICE OF AGENDA FOR MATTERS SCHEDULED FOR
TELEPHONIC HEARING ON DECEMBER 4, 2020 AT 10:30 A.M.

THE HEARING WILL BE HELD TELEPHONICALLY VIA
COURTCALL AND, IN CERTAIN CIRCUMSTANCES, BY
VIDEO VIA ZOOM. ONLY THOSE PARTIES THAT WILL BE
ADDRESSING THE COURT SHOULD APPEAR BY VIDEO VIA
ZOOM IN ADDITION TO THEIR COURTCALL
REGISTRATION.

TO APPEAR BY VIDEO CONFERENCE, PARTIES SHOULD
USE THE FOLLOWING INFORMATION:

JOIN ZOOMGOV HEARING:

<https://debuscourts.zoomgov.com/j/1617714641>

MEETING ID: 161 771 4641 PASSWORD: 819992

PLEASE NOTE: AUDIO MUST BE MUTED IN ZOOM ONCE CONNECTED.
COURTCALL, LLC WILL PROVIDE THE AUDIO FOR THE HEARING.

TO APPEAR TELEPHONICALLY, PARTIES SHOULD CONTACT
COURTCALL, LLC AT 866-582-6878
TO REGISTER THEIR APPEARANCE.

UNCONTESTED MATTERS GOING FORWARD:

1. Motion of the Debtors for Entry of an Order (I) Authorizing the Debtors to File (A) A Consolidated Master List of Creditors and (B) A Consolidated List of the Debtors' 30 Largest General Unsecured Creditors, and (II) Authorizing the Debtors to Redact

¹ The last four digits of YouFit Health Clubs, LLC's tax identification number are 6607. Due to the large number of debtor entities in these chapter 11 cases, for which joint administration has been requested, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the proposed claims and noticing agent at www.donlinrecano.com/yfhc. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 1350 E. Newport Center Dr., Suite 110, Deerfield Beach, FL 33442.

Personally Identifiable Information for Certain Individual Creditors and Parties in Interest [Docket No. [4](#), Filed November 9, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m. (for final approval)

Responses Received:

- A. Informal comments from the Office of the United States Trustee.

Related Documents:

- A. Declaration of Brian Gleason in Support of the Debtors' Chapter 11 Petitions and Requests for First Day Relief [Docket No. [11](#), Filed November 9, 2020]
- B. Interim Order Authorizing the Debtors to (I) File (A) a Consolidated Master List of Creditors and (B) a Consolidated List of the Debtors' 30 Largest General Unsecured Creditors, and (II) Authorizing the Debtors to Redact Personally Identifiable Information for Certain Individual Creditors and Parties in Interest [Docket No. [58](#), Filed November 10, 2020]
- C. Omnibus Notice of First Day Pleadings, Entry of Certain Interim Orders, and Final Hearing Thereon [Docket No. [62](#)], Filed November 11, 2020]

Status: This matter is going forward. The Debtors expect to be able to file a proposed final order under certification prior to the hearing.

2. Motion of the Debtors for Entry of Interim and Final Orders Authorizing (A) the Debtors to Pay Prepetition Taxes and Fees in the Ordinary Course of Business, and (B) Banks and Financial Institutions to Honor and Process Checks and Transfers Related Thereto [Docket No. [5](#), Filed November 9, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m. (for final approval)

Responses Received: None.

Related Documents:

- A. Declaration of Brian Gleason in Support of the Debtors' Chapter 11 Petitions and Requests for First Day Relief [Docket No. [11](#), Filed November 9, 2020]
- B. Interim Order Authorizing (A) the Debtors to Pay Prepetition Taxes and Fees in the Ordinary Course of Business, and (B) Banks and Financial Institutions to Honor and Process Checks and Transfers Related Thereto [Docket No. [54](#), Filed November 10, 2020]
- C. Omnibus Notice of First Day Pleadings, Entry of Certain Interim Orders, and Final Hearing Thereon [Docket No. [62](#)], Filed November 11, 2020]

Status: This matter is going forward. The Debtors expect to be able to file a proposed final order under certification prior to the hearing.

3. Motion of the Debtors for Entry of Interim and Final Orders (A) Authorizing the Maintenance of Bank Accounts and Continued Use of Existing Business Forms and Checks, (B) Authorizing the Continued Use of Cash Management System, (C) Waiving Certain Investment and Deposit Guidelines, and (D) Granting Administrative Expense Status to Postpetition Intercompany Claims [Docket No. [15](#), Filed November 9, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m. (for final approval)

Responses Received: None.

Related Documents:

- A. Order (Interim) (A) Authorizing the Maintenance of Bank Accounts and Continued Use of Existing Business Forms and Checks, (B) Authorizing the Continued Use of Cash Management System, (C) Waiving Certain Investment and Deposit Guidelines, and (D) Granting Administrative Expense Status to Postpetition Intercompany Claims [Docket No. [47](#), Filed November 10, 2020]
- B. Omnibus Notice of First Day Pleadings, Entry of Certain Interim Orders, and Final Hearing Thereon [Docket No. [62](#)], Filed November 11, 2020]

Status: This matter is going forward. The Debtors expect to be able to file a proposed final order under certification prior to the hearing.

4. Motion of the Debtors for Entry of an Administrative Order Establishing Procedures for Monthly, Interim, and Final Compensation and Reimbursement of Expenses of Professionals Retained in These Chapter 11 Cases [Docket No. [75](#), Filed November 13, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m.

Responses Received:

- A. Informal comments from the Office of the United States Trustee.

Related Documents:

Status: This matter is going forward. The Debtors expect to be able to file a proposed order under certification prior to the hearing.

5. Motion of the Debtors for Entry of an Order Authorizing the Retention and Payment of Professionals Utilized in the Ordinary Course of Business [Docket No. [77](#), Filed November 13, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m.

Responses Received:

- A. Informal comments from the Office of the United States Trustee.

Related Documents:

Status: This matter is going forward. The Debtors expect to be able to file a proposed order under certification prior to the hearing.

- 6. Application of the Debtors for Entry of an Order Authorizing Retention and Employment of Red Banyan Group, LLC as Public Relations Consultant to the Debtors *Nunc Pro Tunc* as of the Petition Date [Docket No. [78](#), Filed November 13, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m.

Responses Received:

- A. Informal comments from the Office of the United States Trustee.

Related Documents:

- A. Supplemental Declaration of Evan Nierman in Support of the Application of the Debtors for Entry of an Order Authorizing Retention and Employment of Red Banyan Group, LLC as Public Relations Consultant to the Debtors *Nunc Pro Tunc* as of the Petition Date [Docket No. [156](#), Filed November 30, 2020]

Status: This matter is going forward. The Debtors expect to be able to file a proposed order under certification prior to the hearing.

- 7. Application of the Debtors for Entry of an Order Authorizing the Debtors to Employ and Retain Hilco Real Estate, LLC as the Debtors' Real Estate Consultant *Nunc Pro Tunc* to the Petition Date [Docket No. [79](#), Filed November 13, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m.

Responses Received:

- A. Informal comments from the Office of the United States Trustee.

Related Documents:

- A. Supplemental Declaration of Sarah Baker in Support of the Application of the Debtors for Entry of an Order Authorizing the Debtors to Employ and Retain Hilco Real Estate, LLC as the Debtors' Real Estate Consultant and Advisor, Effective *Nunc Pro Tunc* to the Petition Date [Docket No. [155](#), Filed November 30, 2020]

Status: This matter is going forward. The Debtors expect to be able to file a proposed final order under certification prior to the hearing.

8. Motion of the Debtors for Entry of an Order (I) Authorizing the Debtors to Employ and Retain Phoenix Executive Services, LLC to Provide the Debtors with a Chief Restructuring Officer and Additional Personnel and (II) Designating Brian Gleason and the Debtors' Chief Restructuring Officer, *Nunc Pro Tunc* to the Petition Date [Docket No. [80](#), Filed November 30, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m.

Responses Received:

- A. Informal comments from the Office of the United States Trustee.

Related Documents:

- A. Supplemental Declaration of Brian Gleason in Support of the Motion of the Debtors for an Order (I) Authorizing the Debtors to Employ and Retain Phoenix Executive Services, LLC to Provide the Debtors with a Chief Restructuring Officer and Additional Personnel and (II) Designating Brian Gleason as the Debtors' Chief Restructuring Officer, *Nunc Pro Tunc* to the Petition Date [Docket No. [159](#), Filed November 30, 2020]

Status: This matter is going forward. The Debtors expect to be able to file a proposed order under certification prior to the hearing.

9. Debtors' Application to Employ and Retain FocalPoint Securities, LLC as Investment Banker, Effective *Nunc Pro Tunc* to the Petition Date [Docket No. [81](#), Filed November 13, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m.

Responses Received:

- A. Informal comments from the Office of the United States Trustee.

Related Documents:

- A. Supplemental Declaration of Richard F. NeJame in Support of the Debtors' Application to Employ and Retain FocalPoint Securities, LLC as Investment Banker to the Debtors, Effective *Nunc Pro Tunc* to the Petition Date [Docket No. [154](#), Filed November 30, 2020]

Status: This matter is going forward. The Debtors expect to be able to file a proposed final order under certification prior to the hearing.

10. Application of the Debtors for Entry of an Order Authorizing the Employment and Retention of Donlin, Recano & Company, Inc. as Administrative Agent *Nunc Pro Tunc* to the Petition Date [Docket No. [82](#), Filed November 13, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m.

Responses Received:

A. Informal comments from the Office of the United States Trustee.

Related Documents:

A. Supplemental Declaration of Nellwyn Voorhies in Support of the Application of the Debtors for Entry of an Order Authorizing the Employment and Retention of Donlin, Recano & Company, Inc. as Administrative Agent for the Debtors Effective *Nunc Pro Tunc* to Petition Date [Docket No. [170](#), Filed December 2, 2020]

Status: This matter is going forward. The Debtors expect to be able to file a proposed order under certification prior to the hearing.

11. Application of the Debtors for Entry of an Order Authorizing the Employment and Retention of Greenberg Traurig, LLP as Counsel for the Debtors and Debtors in Possession, *Nunc Pro Tunc* to the Petition Date [Docket No. [83](#), Filed November 14, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m.

Responses Received:

A. Informal comments from the Office of the United States Trustee.

Related Documents:

A. The Debtors expect to file a supplemental declaration in support of the Application of the Debtors for Entry of an Order Authorizing the Employment and Retention of Greenberg Traurig, LLP as Counsel for the Debtors and Debtors in Possession, *Nunc Pro Tunc* to the Petition Date prior to the hearing.

Status: This matter is going forward. The Debtors expect to be able to file a proposed order under certification prior to the hearing.

CONTESTED MATTERS GOING FORWARD:

12. Motion of Debtors for Entry of Interim and Final Orders (A) Prohibiting Utility Providers from Discontinuing, Altering or Refusing Service; (B) Deeming Utility Providers Adequately Assured of Future Performance; (C) Establishing and Approving Procedures for Determining Assurance of Payment; and (D) Granting Related Relief [Docket No. [9](#), Filed November 9, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m. (for final approval)

Responses Received:

- A. Objection of Certain Utility Companies to the Motion of Debtors for Entry of Interim and Final Orders (A) Prohibiting Utility Providers from Discontinuing, Altering or Refusing Service; (B) Deeming Utility Providers Adequately Assured of Future Performance; (C) Establishing and Approving Procedures for Determining Assurance of Payment; and (D) Granting Related Relief [Docket No. [124](#), Filed November 23, 2020]
- B. Informal responses of certain utilities.

Related Documents:

- A. Declaration of Brian Gleason in Support of the Debtors' Chapter 11 Petitions and Requests for First Day Relief [Docket No. [11](#), Filed November 9, 2020]
- B. Interim Order (A) Prohibiting Utility Providers from Discontinuing, Altering or Refusing Service; (B) Deeming Utility Providers Adequately Assured of Future Performance; (C) Establishing and Approving Procedures for Determining Assurance of Payment; and (D) Granting Related Relief [Docket No. [55](#), Filed November 10, 2020]
- C. Omnibus Notice of First Day Pleadings, Entry of Certain Interim Orders, and Final Hearing Thereon [Docket No. [62](#)], Filed November 11, 2020]

Status: The Debtors have resolved the informal responses of certain utilities, are working to resolve the objection, and expect to be able to file a proposed final order under certification prior to the hearing. This matter is going forward.

- 13. Omnibus Motion of the Debtors for Entry of an Order (I) Authorizing Debtor to (A) Reject Certain Equipment Leases and Unexpired Leases of Nonresidential Real Property, and (B) Abandon Certain Personal Property, if any, Each Effective as of the Petition Date, and (II) Granting Related Relief [Docket No. [28](#), Filed November 9, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m.

Responses Received:

- A. Maricopa County Treasurers Objection To Omnibus Motion For Entry Of An Order (I) Authorizing Debtors To (A) Reject Certain Equipment Leases And Unexpired Leases On Nonresidential Real Property, And (B) Abandon Certain Personal Property, If Any, Each Effective As Of The Petition Date; And (II) Granting Related Relief, Docket No. [70](#), Filed November 12, 2020]
- B. Broward County's Objection and Notice of Joinder [Docket No. [158](#), Filed November 30, 2020]

Related Documents:

- A. Notice of Hearing on Omnibus Motion of the Debtors for Entry of an Order (I) Authorizing Debtor to (A) Reject Certain Equipment Leases and Unexpired Leases of Nonresidential Real Property, and (B) Abandon Certain Personal Property, if any, Each Effective as of the Petition Date, and (II) Granting Related Relief [Docket No. [62](#)], Filed November 11, 2020]
- B. Declaration of Brian Gleason in Support of the Omnibus Motion of the Debtors for Entry of an Order (I) Authorizing Debtor to (A) Reject Certain Equipment Leases and Unexpired Leases of Nonresidential Real Property, and (B) Abandon Certain Personal Property, if any, Each Effective as of the Petition Date, and (II) Granting Related Relief [Docket No. [153](#), Filed November 28, 2020]

Status: This matter is going forward.

- 14. Debtors' Motion for Entry of Interim and Final Orders, Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 503 and 507, Bankruptcy Rules 2002, 4001, 6003, 6004 and 9014 and Local Bankruptcy Rules 2002-1 and 4001-2, (I) Authorizing the Debtors to Obtain Postpetition Senior Secured Superpriority Financing, (II) Authorizing the Debtors' Limited Use of Cash Collateral, (III) Granting Adequate Protection to the Prepetition Secured Parties, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief [Docket No. [10](#), Filed November 9, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m. (for final approval); extended to December 2, 2020 at 12:00 p.m. for the Committee

Responses Received:

- A. Objection of Maricopa County Treasurer To Debtors Motion For Entry Of Interim And Final Orders, Pursuant To 11 U.S.C. 105,361, 362, 363, 364, 503,And 507, Bankruptcy Rules 2002, 4001, 603 And 9014 And Local Bankruptcy Rules 2002-1 And 4001-2, (I) Authorizing The Debtors To Obtain Post-Petition Senior Secured Superpriority Financing, (II) Authorizing The Debtors Limited Use Of Cash Collateral, (III) Granting Adequate Protection To The Prepetition Secured Parties, (IV) Modifying The Automatic Stay, (V) Scheduling A Final Hearing, And (VI) Granting Related Relief [Docket No. [69](#), Filed November 12, 2020]
- B. Limited Objection of Gator Antoine Partners, LLLP (Antoine), Gator Argate Gainesville, LLC (Argate), Gateway Retail Center, LLC (Gateway), Gator Flower Mound, LLC (Flower Mound) and Gator Green Acres, Ltd. (Green Acres), Shelby Partners, Ltd. (Shelby, and collectively with Antoine, Argate, Gateway, Flower Mound and Gator Shelby, the Landlords) to the above-captioned debtors (the Debtors) Motion for Entry of Interim and Final Orders Pursuant to 11 U.S.C. Sections 105, 361, 362, 363, 364, 503 and 507,

Bankruptcy Rules 2002, 4001, 6002, 6004 and 9014 and Local Bankruptcy Rules 2002-1 and 4001-2, (I) Authorizing the Debtors to Obtain Post Petition Senior Secured Superpriority Financing, (II) Authorizing the Debtors Limited Use of Cash Collateral, (III) Granting Adequate Protection to the Prepetition Secured Parties, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief [Docket No. [157](#), Filed November 30, 2020]

- C. Objection of Local Texas Tax Authorities to DIP Financing Motion [Docket No. [160](#), Filed November 30, 2020]
- D. Objection of the Official Committee of Unsecured Creditors to the Debtors' Motion for Entry of Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 503 and 507, Bankruptcy Rules 2002, 4001, 6003, 6004 and 9014 and Local Bankruptcy Rules 2002-1 and 4001-2, (I) Authorizing the Debtors to Obtain Post Petition Senior Secured Superpriority Financing, (II) Authorizing the Debtors Limited Use of Cash Collateral, (III) Granting Adequate Protection to the Prepetition Secured Parties, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief [Docket No. [172](#), Filed December 2, 2020]

Related Documents:

- A. Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, and 507, Bankruptcy Rules 2002, 4001, 6004 and 9014 and Local Bankruptcy Rules 4001-2, (I) Authorizing the Debtors to Obtain Postpetition Senior Secured Superpriority Financing, (II) Authorizing the Debtors' Limited Use of Cash Collateral, (III) Granting Adequate Protection to the Prepetition Secured Parties, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief [Docket No. [49](#), Filed November 10, 2020]
- B. Omnibus Notice of First Day Pleadings, Entry of Certain Interim Orders, and Final Hearing Thereon [Docket No. [62](#)], Filed November 11, 2020]
- C. Notice of Proposed Final Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 503 and 507, Bankruptcy Rules 2002, 4001, 6003, 6004 and 9014 and Local Bankruptcy Rules 2002-1 And 4001-2, (I) Authorizing the Debtors to Obtain Postpetition Senior Secured Superpriority Financing, (II) Authorizing the Debtors' Limited Use of Cash Collateral, (III) Granting Adequate Protection to the Prepetition Secured Parties, and (IV) Granting Related Relief [Docket No. [104](#), Filed November 18, 2020]

Status: This matter is going forward

- 15. Motion of the Debtors for Entry of an Order Establishing Procedures for the Sale or Abandonment of De Minimis Assets [Docket No. [76](#), Filed November 13, 2020]

Response Deadline: November 30, 2020 at 4:00 p.m.

Responses Received:

- A. Maricopa County Treasurer's Objection To Motion Of The Debtors For Entry Of An Order Establishing Procedures For The Sale Or Abandonment Of De Minimis Assets [Docket No. [164](#), Filed December 1, 2020]

Related Documents:

Status: This matter is going forward.

Dated: December 2, 2020

GREENBERG TRAURIG, LLP

/s/ Dennis A. Meloro

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